UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

OTICE OF SALE OF SECURITIES

OMB APPROVAL OMB Number: 3235-0076 April 30, 2008 Expires: Estimated average burden hours per response

SECTION 4(6), AND/OR 190 UNIFORM LIMITED OFFERING EXEM	
Name of Offering (Check if this is an amendment and name has changed, and indicate change.) USA SF Self Storage, DST	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Type of Filing: New Filing Amendment	Section 4(6) ULOE
A. BASIC IDENTIFICATION DATA	
1. Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed, and indicate change.) USA SF Self Storage, DST	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
111 Corporate Drive, Suite 210, Ladera Ranch, CA 92694	(877) 872-1031
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business The acquisition, management and sale of undivided tenant-in-common interests in respectively.	eal property. PROCESS
Type of Business Organization	1110.0
corporation limited partnership, already formed	other(please specify): 2 MAR 2 0 2007
☑ business trust ☐ limited partnership, to be formed	<u>D</u>
Actual or Estimated Date of Incorporation or Organization: Month Year	

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (5-05)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

		A. BASIC IDENTIF	ICATION DATA		 _
. Enter the information reque	sted for the following	g:			
Each promoter of the issu					
issuer;			vote or disposition of, 10% o		
			e general and managing partn	ers of partnership	issuers; and
Each general and manag	ing partner of partner	rship issuers.			
Check Box(es) that Apply:	□ Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if it	ndividual)		•		-
U.S. Commercial, LL	.С				
Business or Residence Address	(Number and Street,	, City, State, Zip Code)			
111 Corporate Drive,	Suite 210, Lade	ra Ranch, California	92694		·
Check Box(es) that Apply:	□ Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if i	ndividual)				
U.S. Advisor, LLC					<u>. </u>
Business or Residence Address	(Number and Street	, City, State, Zip Code)			
Five Financial Plaza,	Suite 105, Napa	, CA 94558			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Address	s (Number and Street	t, City, State, Zip Code)		· ·	
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Address	s (Number and Stree	t, City, State, Zip Code)		<u> </u>	
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Addres	s (Number and Stree	t, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Business or Residence Addres	ss (Number and Stree	et, City, State, Zip Code)			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner

	<u> </u>			В.	INFORMAT	TON ABOU	T OFFERIN	G		·		
								-			Yes	No
1. Has th	e issuer solo	i, or does t	he issuer in	tend to sell, 1	o non-accred	lited investo	rs in this of	fering?				\boxtimes
				Answer also	in Appendi	x, Column 2	, if filing ur	nder ULOE.				
2. What i	is the minim	ium investi	ment that w	ill be accepte	ed from any i	ndividual?.			•••••		\$ 100.000	*
											Yes	No
3. Does t	the offering	permit joir	nt ownership	p of a single	unit?						×.	
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	ne (Last nam edo, Joe	e first, if i	ndividual)									
			-	nd Street, Ci		Code)						
				IA 52556-8	3757							
	Associated bridge Inv			nc.								
States in	Which Pers	on Listed I	Has Solicite	d or Intends I States)							☐ All	States
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	f Associated 3 Financial											
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1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?										
Answer also in Appendix, Column 2, if filing under ULOE. 2. What is the minimum investment that will be accepted from any individual?										
2. What is the minimum investment that will be accepted from any individual?										
Vac No	_									
3. Does the offering permit joint ownership of a single unit?										
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.	_									
Full Name (Last name first, if individual) Fitzgerald, Kevin	_									
Business or Residence Address (Number and Street, City, State, Zip Code) Five Financial Plaza, Suite 216, Napa, CA 94558										
Name of Associated Broker or Dealer										
U.S. Select Securities										
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)										
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Full Name (Last name first, if individual) Willoughby, Rick										
Business or Residence Address (Number and Street, City, State, Zip Code) 15022 S. 40th Place, Phoenix, AZ 85044										
Name of Associated Broker or Dealer										
Independent Financial Group, LLC										
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)										
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Flater, Gary	_									
Business or Residence Address (Number and Street, City, State, Zip Code) 1869 Littleton Blvd., Littleton, CO 80120										
Name of Associated Broker or Dealer										
MCL Financial Group, Inc.										
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)										
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1. Has th	c issuer sol	d, or does	the issuer in	ntend to sell,	to non-accre	dited invest	ors in this c	ffering?				\boxtimes
				Answer als	o in Append	ix, Column	2, if filing ι	ınder ULOE	. .			
2. What i	is the minin	num inves	tment that v	vill be accept	ted from any	individual?	****************		••••••		\$ 100,00	0*
											V	Na
3. Does t	he offering	permit joi	nt ownershi	ip of a single	unit?	***************************************	***************************************	••••••••••••	************	*******	Yes ⊠	N ₀
comm a perso states,	4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.											
Full Name (Last name first, if individual) Vanclef, Jason												
Business or Residence Address (Number and Street, City, State, Zip Code) 2800 28th St., Ste. 323, Santa Monica, CA 90405												
Name of	Associated	Broker or	Dealer	 -	····							
Sigm	a Financia	al Corpor	ation					•				
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)												States
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				and Street, C St. Louis, M		p Code)						•
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3. Does t	he offering	; permit joi	int ownersh	ip of a single	unit?	••••••			************************		Yes ⊠	No □
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2. What i	is the minin	num invest	ment that w	ill be accept	ed from any	individual?	******				\$ 100,000)*
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3. Does t	he offering	permit joi	nt ownershi	p of a single	unit?	•••••						
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
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Business	or Residen	e Address	(Number a		ity, State, Zip	Code)						
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1. Has the	e issuer solo	d, or does th		tend to sell, t					.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	***************************************		KN.
				Answer also								
2. What i	is the minin	num invest	ment that w	ill be accepte	d from any i	individual?.					\$ 100,000	<u> </u>
											Yes	No
3. Does t	he offering	permit joir	nt ownership	p of a single	unit?					14111111111111111	\boxtimes	
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				d or Intends	to Solicit Pu	rchasers					<u> </u>	
(Chec	ck "All Stat	es" or chec	k individua	l States)				**********			. 🔲 All	States
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[MT]	[NE]	[NV]	[NH]	[[1]]	[NM]		[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	{TX}	[UT]	[VT]	[VA]	[WA]	[WV]	(WI)	[WY]	[PR]
	ne (Last nai ade, Jeffre		individual)							<u>. </u>		
				and Street, C								
	f Associated											
	Turner & C						<u></u>					
States in (Che	which Per ck "All Sta	son Listed tes" or chec	Has Solicit k individua	ed or Intends al States)	to Solicit P	urchasers			,		🔲 Al	l States
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[RI]	[SC]	[SD]	[TN]	[TX]	[UT] 	[VT]	[VA]	[WA]				
Che	ess, John		individual)					_				
Busines 165	s or Resider 0 Lakesho	nce Addres ore St., Ste	s (Number 285, Col	and Street, C umbus, OH	ity, State, Zi 43204	ip Code)	<u> </u>					
Gu	f Associate nnAllen Fi	nancial, I	nc.									
States in (Che	n Which Pe eck "All Sta	rson Listed ites" or che	Has Solici ck individu	ted or Intend al States)	s to Solicit P	urchasers					🗆 A	ll States
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[RI]	[SC]	[SD]	[TN]	[TX]	(UT)	[VT]	[VA]	[WA]	[WV]	[WI]	{WY}	[PR]

Yes 1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	No SZI
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	∇
	\boxtimes
Answer also in Appendix, Column 2, if filing under ULOE.	
2. What is the minimum investment that will be accepted from any individual?	
Yes	No
3. Does the offering permit joint ownership of a single unit?	
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any	
commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering.	
If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a	
broker or dealer, you may set forth the information for that broker or dealer only.	
Full Name (Last name first, if individual)	
Barringer, Scot	
Business or Residence Address (Number and Street, City, State, Zip Code) 30772 Southview Drive, #230, Evergreen, CO 80439	
Name of Associated Broker or Dealer	
Brookstreet Securities Corporation	
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	ates
CHECK AN SILES OF SHOOK MATERIAL SHOOK (CALL)	ID]
[MC] [und] [und] [man] [and] [and]	[MO]
	[PA]
[RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY]	[PR]
Full Name (Last name first, if individual) Marty, John	
Business or Residence Address (Number and Street, City, State, Zip Code) 2000 Sierra Point Pkwy, Suite 600, Brisbane, CA 94005	
Name of Associated Broker or Dealer	
Sloan Securities Corp.	
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	tates
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ital feel feel feel feel feel	[]
Full Name (Last name first, if individual) Redman, Chris	
Business or Residence Address (Number and Street, City, State, Zip Code) 1999 Avenue of the Stars, 11th Fl., Century City, CA 90067	
Name of Associated Broker or Dealer	
K-One Investments	·
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	
[AL] [AK] [AZ] [AR] [M] [CO] [CT] [DE] [DC] [FL] [GA] [HI]	[ID]
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					<u> </u>					<u>-</u>		
1. Has the	e issuer sold	i, or does t		tend to sell, t							Yes	No ⊠
2 31/1-4 (:		ill be accepte							\$ 100,000) *
2. What is	s the minim	um mvesu	nent mat w	ni oe accepu	o nom any	ilidividuai: .	•••••••		••••••••	••••••	Yes	No
3. Does th	ne offering	permit joir	ıt ownership	of a single	unit?				***************************************		⊠	
commi If a per or state	ssion or sin rson to be li es, list the n	nilar remur isted is an a ame of the	neration for associated p broker or d	person who solicitation erson or age lealer. If mon nformation f	of purchasers int of a broke ite than five (s in connect er or dealer t 5) persons t	ion with sale egistered wo be listed a	les of securi vith the SEC	ities in the c Cand/or wit	offering. In a state		
	e (Last nam n, Robert	e first, if i	ndividual)									
Business	or Residence		7	nd Street, Ci	ty, State, Zip	Code)						
	Associated		rt, MS 395 Dealer	501								
Banc	orp South	Investme	nt Service		<u> </u>							
States in '	Which Pers k "All State	on Listed I	Has Solicite k individua	d or Intends I States)	to Solicit Pu	rchasers					. 🗌 All	States
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	e (Last nan							<u> </u>				
Oliv	era, Gusta	vo		·			-					
				ind Street, Ci ree Road N			GA 3030	5				
	Associated			10010		,		-				
	Turner &					 			_			
States in (Chec	Which Per k "All Stat	son Listed es" or chec	Has Solicite k individua	ed or Intends Il States)	to Solicit Pu	ırchasers	······		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	**********	🔲 AI	l States
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[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[TV]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
	ne (Last nar ell, Paul	ne first, if	individual)									-
Business	or Resider			and Street, C		p Code)						
Name of	Associated Securitie	Broker or										
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)									.,,,,,,,	All States		
[AL]	[AK]	[AZ]	[AR]	(@ A)	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	(ME)	[MD]	[MA]	[MI]	[MN]	[MS] [OR]	[MO] [PA]
[MT] [RI]	[NE] [SC]	[NV] [SD]	[NH] [TN]	[NJ] [TX]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[WY]	[PR]

											Yes	No
1. Has the	e issuer sol	ld, or does	the issuer in		to non-accre			•		*******************		\boxtimes
					o in Appendi		_					
2. What i	is the minir	num inves	tment that v	vill be accep	ted from any	individual?	•••••		*******************	***************************************	\$ 100,000*	
											Yes	No
3. Does t	he offering	permit joi	int ownersh	ip of a single	unit?		************		*************		\boxtimes	
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
Full Name (Last name first, if individual) Schwartz, H. Michael												
Business or Residence Address (Number and Street, City, State, Zip Code) 111 Corporate Drive, Ste. 120, Ladera Ranch, CA 92694												
	Associated Select Se		Dealer						· · · · · ·			
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)												States
[AL]	[AK]	[AZ]	[AR]	$(\overline{G}A)$	[CO]	[CT]	(DE)	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT] [RI]	[NE] [SC]	[NV] [SD]	[NH] [TN]	[LN] [TX]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	[PA] [PR]
	e (Last nar fillen, Dav		individual)	-								
Business	or Residen	ce Addres	s (Number a		ity, State, Zi	p Code)		·				
	Associated											
Crov	vn Capital	Securitie	s, L.P.									
			•		to Solicit Pu		******************		************			l States
[AL]	{AK}	[AZ]	[AR]	[CA]	[6 6]	[CT]	[DE]	[DC]	[FL]	[GA]	(HI)	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT] [RI]	[NE] [SC]	[NV] [SD]	[NH] [TN]	[NJ] [TX]	[NM] [UT]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[ОН] [WV]	(OK) [WI]	[OR] [WY]	[PA] [PR]
Full Nam			individual)									
		ce Address	s (Number a	ind Street, C	ity, State, Zij	p Code)						
1900	Burnt Bo	ad Drive,	Suite 102		ND 58503							
	Associated tal Financ											
					to Solicit Pu							1 States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	(HI)	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	(MA)	[MI]	[MN]	[MS]	[MO]
(MT)	[NE]	[NV]	[NH]	[NJ] (TY)	[NM]	[NY]	[NC]	[<u>N</u>	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	(UT)	(VT)	[VA]	[WA]	[WV]	[WI]	[WY]	(PR)

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged					
	Turn of Soowits		ggregate ering Price		Amo	unt Already Sold
	Type of Security Debt	\$	-0-	s	: .	-0-
		<u>*</u>	-0-	<u>-</u>		-0-
	Equity	<u>•</u>	-0-			
	Common Preferred	•	٥	4		-0-
	Convertible Securities (including warrants)	\$	-0-	_ =		
	Partnership Interests		-0-			-0-
	Other (Specify <u>Undivided tenant-in-common interests in real estate</u>)					78,766.15
	Total	\$ 12	1,094,000		9,9	78,766.15
	Answer also in Appendix, Column 3, if filing under ULOE.					
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Number Investors		Do	Aggregate llar Amount f Purchases
	Accredited Investors		34		\$ 9.9	978,766.15
	Non-accredited Investors		-0-		\$	-0-
	Total (for filings under Rule 504 only)				s	•••
3	. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.					
	Type of Offering		Type of Security		Do	ollar Amount Sold
	Rule 505				\$	***
	Regulation A				\$	
	Rule 504				<u>s_</u>	
	Total				\$	
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.			_		
	Transfer Agent's Fees	•••••		\boxtimes	\$ -0) <u>. </u>
	Printing and Engraving Costs	•••••		X	\$ -0) -
	Legal Fees			\boxtimes	\$ 36	62,981.67
	Accounting Fees			×	\$ -0)•
	Engineering Fees			\boxtimes	s -0)-
	Sales Commission (specify finders' fees separately)			\boxtimes	\$8	46,580
	Other Expenses (identify)			\boxtimes	\$ -0	0-
	Tatal					.209.561.67

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

þ.	Enter the difference between the aggregate and total expenses furnished in response to gross proceeds to the issuer."	1	\$ 10,884,438.3			
5.	each of the purposes shown. If the amount	proceeds to the issuer used or proposed to be used for any purpose is not known, furnish an estimate he total of the payments listed must equal the adjusted to Part C – Question 4.b above.	and			
				Payments to Officers, Directors & Affiliates		Payments To Others
	Salaries and fees		Ø	<u>so</u>		\$ 0
	Purchase of real estate		\boxtimes	\$0	⊠	\$ 8,750,000
	Purchase, rental or leasing and install	\boxtimes	\$0		\$0	
	Construction or leasing of plant build	\boxtimes	\$ 0		\$ 0	
	Acquisition of other businesses (inclu offering that may be used in exchange pursuant to a merger)	. 🛛	\$0	_ 🛭	\$0	
	Repayment of indebtedness	X	\$0	_ 🗵	\$0	
	Working capital	Vorking capital				
	Other (specify): Real Estate Acquisit	on Expenses	. 🛛	\$0	_ 🛛	\$ 2,074,530
	Column Totals		. 🗵	\$0	_ 🗵	\$ 10,884, 438.33
	Total Payments Listed (column totals	s added)		⊠ <u>s</u>	10,884	438.33
-		D. FEDERAL SIGNATURE				
fo	Howing signature constitutes an undertaking	gned by the undersigned duly authorized person. g by the issuer to furnish to the U.S. Securities and by the issuer to any yon-accredited investor pursu	Ex	change Commis	sion, u	pon written
	suer (Print or Type)	Signature		Date		
U	SA SF Self Storage, DST	MAT				
N	ame of Signer (Print or Type)	Title of Signer (Print or Type)				40
Н	. Michael Schwartz	President, U.S. Commercial, LLC, as the Signat DST	ory '	Trustee of USA	SF Sel	f Storage,
	. Michael Schwarz	DST		<u>-</u>		

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

-ATTENTION-

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. S	TATE SIGNATURE	·				
I. Is any party described in 17 CFR 23 of such rule?				Yes	No ⊠		
	See Appendix,	Column 5, for state response	2.				
2. The undersigned issuer hereby unde Form D (17 CFR 239.500) at such ti			state in which this notic	ce is filed, a not	ice on		
3. The undersigned issuer hereby und issuer to offerees.	ertakes to furnish to	the state administrators, upon	n written request, info	rmation furnish	ed by th		
4. The undersigned issuer represents the Limited Offering Exemption (ULO of this exemption has the burden of	E) of the state in which	ch this notice is filed and und	erstands that the issuer	ntitled to the Ur claiming the a	niform vailabili		
The issuer has read this notification ar undersigned duly authorized person.	nd knows the contents	s to be true and has duly cau	sed this notice to be si	gned on its bel	nalf by ti		
Issuer (Print or Type)	Signature	1/4-1	Date				
USA SF Self Storage, DST		7001					
Name of Signer (Print or Type)	Title of Signe	r (Print or Type)		· · · · · · · · · · · · · · · · · · ·			
H. Michael Schwartz	President, U.S	President, U.S. Commercial, LLC, as the Signatory Trustee of USA SF Self Storage, DS					

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX 3 1 2 Disqualification under State ULOE Type of security (if yes, attach and aggregate Intend to sell explanation of Type of investor and to non-accredited offering price amount purchased in State waiver granted) offered in state investors in State (Part E-Item 1) (Part C-Item 1) (Part C-Item 2) (Part B-Item 1) Number of Number of Non-Accredited Accredited Yes No Investors Amount Investors Amount State Yes No ΑL ΑK \boxtimes \$250,000 0 N/A 2 \boxtimes Beneficial interests AZin the Delaware statutory trust -\$12,094,000 AR \boxtimes 0 N/A \$5,962,393.23 17 CA \boxtimes Beneficial interests in the Delaware statutory trust -\$12,094,000 \times \$120,940 0 N/A 1 ☒ Beneficial interests CO in the Delaware statutory trust -\$12,094,000 CT DE DC \boxtimes 0 N/A \boxtimes Beneficial interests ì \$63,722.78 FL in the Delaware statutory trust -\$12,094,000 \times 0 N/A 2 \$327,000 Beneficial interests \boxtimes GA in the Delaware statutory trust -\$12,094,000 Н ΙD IL ΙN IΑ KS ΚY LA ME

APPENDIX 4 3 1 Disqualification under State ULOE Type of security (if yes, attach and aggregate Intend to sell explanation of to non-accredited offering price Type of investor and waiver granted) amount purchased in State investors in State offered in state (Part C-Item 2) (Part E-Item 1) (Part B-Item 1) (Part C-Item 1) Number of Number of Non-Accredited Accredited Investors Yes No Investors Amount Amount No State Yes 2 \$407,055.38 N/A X \boxtimes Beneficial interests MD in the Delaware statutory trust -\$12,094,000 MA MI MN X N/A \$420,000 0 \boxtimes Beneficial interests 1 MS in the Delaware statutory trust -\$12,094,000 \boxtimes \$321,970.88 0 N/A Beneficial interests 2 \boxtimes МО in the Delaware statutory trust -\$12,094,000 MT NE ΝV NH NJ NM \$1,421,907.08 0 N/A \boxtimes 2 X Beneficial interests NY in the Delaware statutory trust -\$12,094,000 NC X 0 N/A \$364,032.91 \boxtimes Beneficial interests 1 ND in the Delaware statutory trust -\$12,094,000 X N/A \$133,353.89 0 \boxtimes Beneficial interests 2 ОН in the Delaware statutory trust -\$12,094,000 OK OR PA

RI

					APPENDIX		· · · · · · · · · · · · · · · · · · ·		
1	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)	of security aggregate ring price Type of investor and red in state amount purchased in State				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
SC		☒	Beneficial interests in the Delaware statutory trust - \$12,094,000	1	\$186,390	0	N/A		Ճ
SD									
TN	۵						<u> </u>		
TX									
UT									
VT								0	
VA									
WA									
wv									
WI									
WY									
- DD									